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ACCOUNT NO. : 072100000032
REFERENCE : 112077 7175202
AUTHORIZATION :
COST LIMIT : \$ PPD

ORDER DATE : January 26, 1999

ORDER TIME : 10:39 AM

ORDER NO. : 112077-020

CUSTOMER NO: 7175202

CUSTOMER: Dr. J.v. Haydel
PC BROKERAGE HOLDINGS
PC BROKERAGE HOLDINGS
50 Sw 34th Avenue
Miami, FL 33135

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-01/28/99--01030--017
*****70.00 *****70.00

DOMESTIC FILING

NAME: INTERNATIONAL FOUNDATION OF
DOMESTIC VIOLENCE AND FAMILY
LIFE, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

2589
W99-2242

EXAMINER'S INITIALS:

CS
2/1/99

RECEIVED
99 JAN 28 AM 11:29
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 28 PM 12:26



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 28 PM 12:26

January 28, 1999

RESUBMIT

Please give original
submission date as file date.

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: INTERNATIONAL FOUNDATION OF DOMESTIC VIOLENCE AND
FAMILY LIFE, INC.
Ref. Number: W99000002242

We have received your document for INTERNATIONAL FOUNDATION OF
DOMESTIC VIOLENCE AND FAMILY LIFE, INC.. However, the document has
not been filed and is being returned for the following:

You must list the corporation's principal office and/or a mailing address in the
document.

Please return the original and one copy of your document, along with a copy of
this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call
(850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 199A00003917

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99 JAN 28 PM 12:26

ARTICLES OF INCORPORATION

OF

INTERNATIONAL FOUNDATION

OF

DOMESTIC VIOLENCE AND FAMILY LIFE, INC.

We, the undersigned incorporators, all being of full age, have associated ourselves together for the purpose of forming a and we do CORPORATION NOT FOR PROFIT, WITHOUT CAPITAL STOCK, under the provisions of CHAPTER 617, FLORIDA STATUTES; acknowledge, and file these Articles of Incorporation, hereby accept all the rights, privileges, benefits and obligations conferred and imposed by said laws, and we do hereby make, subscribe,

ARTICLE I

NAME

The name of this Corporation shall be:

INTERNATIONAL FOUNDATION
OF
DOMESTIC VIOLENCE AND FAMILY LIFE, INC.

ARTICLE II

TERMS OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE III

OBJECTS AND PURPOSES

The objects and purposes for which this corporation is to be formed, are as follows:

A. To organize and maintain an organization for the promotion of preventing and reducing domestic violence in our community, instill family values to our communities, communities economic development, employment, crime prevention, health, and welfare of, and the social intercourse among, its volunteers; to erect, maintain, purchase, rent, hire, lease, let, or otherwise acquire or dispose of buildings or structures for said purpose; to acquire, sell, mortgage, lease, or otherwise acquire or dispose of real or personal property necessary or convenient to such purpose.

B. To promote family values, economic development, employment, crime prevention events, health and welfare services, charity balls, clothing, medical, and food collection drives and fund raisers of every kind and description; to provide and maintain therefore buildings, grounds, and facilities, including houses for the accommodations of its volunteers; to elevate the standards of health by collection drives and charity events; to maintain a high plane of physical and moral excellence and to enlist the cooperation of all persons to that end; to hold collection drives and fund raisers and exhibitions of every kind; to give and grant to others, so far empowered by law, the right of privilege to hold collection drives, fund raisers and exhibitions under its auspices or otherwise, in accordance with its prescribed rules and regulation and subjects to such conditions as it may lawfully impose; to enact and establish rules and regulation governing such collection drives fund raisers and exhibitions, classifying those participating therein, determining and defining rewards and prizes for such events, defining and displaying literature, concerning such events and determining and defining breaches and infractions of its rules and regulations and imposing reprimand therefore in accordance with law; to exercise disciplinary authority so far as is lawful over all persons engaged in such collection drives, fund raisers and exhibitions to the end that such collection drives, fund raisers, and charity functions of every kind may be conducted in an orderly and lawful manner; to promote the communities family values, economic development, employment, health, welfare and moral well-being of all men; to inform public opinion; and by all lawful means to elevate, impose, and promote clothing, medical food collection drives, fund raisers, exhibitions, economic development, employment, and charity events.

C. To raise, receive and maintain funds and real property or personal property, or both, and to distribute and administer the fund or funds, including and income or interest generated therefrom, exclusively for the accomplishment of all the objects and purposes of the organization.

ARTICLE IV

CORPORATE POWERS

In furtherance of and not in limitation of the general powers conferred by the laws of Florida, and the objects and purposes set forth in this instrument, it is expressly provided that this organization shall also have the following powers:

1. Acting through its Board of Directors, its President, its Vice-Presidents and other officers, subject to powers and restrictions stipulated by law, by these Articles of Incorporation, and its bylaws, to do such acts as are necessary or convenient to the accomplishment of the objects set forth herein, the attainment of the objects and purposes set forth in this instrument and to the same extent and as fully as any natural person might or could do.
2. To have succession by its corporate name for the period set forth in its Articles of Incorporation.
3. To sue or be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
4. To adopt and use a common corporate seal and alter the same, provided however, that such seal shall always contain the words "Corporation Not For Profit".
5. To elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.
6. To adopt, change, amend and repeal by-laws, not inconsistent with law or its Articles of Incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.
7. To increase, by vote of its members cast as the by-laws may direct, the number of its directors, managers or trustees, so that the number shall not be less than three, but may be any number in excess thereof.
8. To make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage and pledge of all and any of its property, franchises or income.
9. To conduct its affairs, carry on its operation, and have offices and exercise the powers granted by laws of FLORIDA in any state, territory, district, or possession of the United States of America or any foreign country.
10. To purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property or any interest therein, wherever situated.
11. To acquire, enjoy, utilize and dispose of patents, copy rights, and trademarks and any licenses and other rights or interests thereunder or therein.
12. To sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property or assets.
13. Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations of, other domestic or foreign corporation, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligation of the United States of America, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.
14. To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested.
15. To make donation for the public welfare or for religious, charitable, scientific, educational or other similar purposes.
16. To merge or consolidate with other corporations not for profit, domestic or foreign, provided that the surviving corporation is a Corporation Not For Profit.
17. To have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.

ARTICLE V

MEMBERSHIP

The members shall consist of the incorporators and any natural person of full age, approved by the Board of Directors, provided that he or she proves the willingness to work towards the accomplishments of the objects and purposes of this organization, subject to any admission requirements contained in the By-laws of this organization.

Membership to this corporation is granted without regard to race, creed, color, sex, age, sexual orientation, or natural origin.

Any applicant meeting the qualifications set forth above and desiring to become a member of the Corporation shall make application on a form supplied by the Corporation and accompanied by such membership fees and dues as the Board of Directors may from time to time determine.

ARTICLE VI

MANAGEMENT

The activities and affairs of the corporation shall be managed by the Board of Directors. The number of directors which shall constitute the whole board shall be such as from time to time shall be fixed by, or in the manner provided in the By-laws, but in no case shall the number be less than THIRTEEN (13) and/or more than SEVENTEEN (17).

The Directors need not be members of the corporation unless so not required by the By-laws. The Board of Directors shall be elected by the members at the annual meeting of the corporation to be held on such date as the By-laws may provide, and shall hold office until their successors are respectively elected and qualified. The Founder/Directors shall maintain life-time voting seats on the Board of Directors. The By-laws shall specify the number of director necessary to constitute a quorum.

The Board of Directors may, by resolution or resolutions passed by a majority of the whole board, designate one or more committees, which to the extent provided in the resolution or resolutions or in the By-laws of the corporation shall have and may exercise the powers of the Board of Directors in the management of the activities and affairs of the corporation and may have power to authorize the seal of the corporation to be affixed to all papers which may require it; and such committee or committees shall have such name or names as may be stated in the By-laws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors.

The Chairperson and/or the Board of Directors may in its discretion appoint a Board of Trustees and determine the number of its members, their tenure of office and their power and duties. The Board of Directors of the corporation may allot to such Board of Trustees functions and powers of the Board of Directors, subject to the direction, approval and control of the Board of Directors.

The members of the Board of Trustees need not be members of the corporation.

The officers of the corporation shall be a President, one or more Vice-Presidents, one Secretary, and one Treasurer. The Board of Directors may appoint Assistant Secretary or Assistant Treasurer, if needed.

These officers shall be elected or appointed by the Chairperson if said office is vacated by resignation, by natural causes or by proven dereliction of duties, but must be approved by the Board of Directors and shall hold office in the manner provided in the By-laws of the corporation.

ARTICLE VII

DIRECTORS

This corporation shall have Fifteen (15) directors initially. The number of the directors may be increased or diminished from time to time by the By-laws of the corporation.

The names and mailing addresses of the initial Directors who shall hold office until their successors are elected and have qualified, are as follows:

Dr. Lily Wagner	Founder/Director/Chairperson	50 SW 34 th Avenue, Miami, FL 33135
Dr. Armando Aluart	Founder/Director/Vice-Chairman	50 SW 34 th Avenue, Miami, FL 33135
Jesus Amado C.F.P.	Founder/Director	50 SW 34 th Avenue, Miami, FL 33135
Piedad Villa-Rojas	Director	50 SW 34 th Avenue, Miami, FL 33135
Dr. Isabel Betancuort	Director	50 SW 34 th Avenue, Miami, FL 33135
Dr. Vivian Gonzalez	Director	50 SW 34 th Avenue, Miami, FL 33135
Dr. Jose Luis Hernandez	Director	50 SW 34 th Avenue, Miami, FL 33135
Marta Consuegra	Director	50 SW 34 th Avenue, Miami, FL 33135
Enrique Blanco	Director	50 SW 34 th Avenue, Miami, FL 33135
Jorge Perez	Director	50 SW 34 th Avenue, Miami, FL 33135
Luisa Estrumsa	Director	50 SW 34 th Avenue, Miami, FL 33135
Miriam Sesmo	Director	50 SW 34 th Avenue, Miami, FL 33135
Dr. Lissett Gonzalez	Director	50 SW 34 th Avenue, Miami, FL 33135
Roni Goodrich	Director	50 SW 34 th Avenue, Miami, FL 33135
Oswaldo Utrilla	Director	50 SW 34 th Avenue, Miami, FL 33135

ARTICLE VIII

OFFICERS

The names, addresses and offices of the Officers who will serve until the first election or appointment under these Articles of Incorporation are:

Maria L. Urena	President	50 SW 34 th Avenue, Miami, FL 33135
Oswaldo Utrilla	Sr. Executive Vice-President	50 SW 34 th Avenue, Miami, FL 33135

Dr. Armando Aluart
Dr. Lily Wagner
Jesus Amado
Jorge Cancio

Executive Vice President
Vice-President
Vice-President/Secretary
Treasurer

50 SW 34th Avenue, Miami, FI 33135
50 SW 34th Avenue, Miami, FI 33135
50 SW 34th Avenue, Miami, FI 33135
50 SW 34th Avenue, Miami, FI 33135

ARTICLE IX

REGISTERED AGENT AND REGISTERED OFFICE

The corporation's Resident Agent for Service in the State of Florida shall be:

JESUS AMADO
50 SW 34TH AVENUE
MIAMI, FLORIDA 33135

The address of the Registered Office of this Corporation Shall be:

50 SW 34TH AVENUE
MIAMI, FLORIDA 33135

The principal office address is the same. The mailing address is the same.

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify any officer, director, or employee of the corporation, or any former officer, director or employee of the corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.

ARTICLE XI

PROHIBITED ACTIVITIES

The Corporation shall not:

1. Attempt to influence legislation as a substantial part of its activities without a 2/3 majority vote of the Board of Directors.
2. Allow any part of its net income to inure to the benefit of officers, directors or members of the corporation, or to any other individuals except in the furtherance of its object and purposes.
3. Participate to any extent in any political campaign for or against any candidate for public office without a 2/3 majority vote of the Board of Directors.
4. Conduct any activities not permitted to be carried on by organizations exempt under Section 501 © (3) of the Internal Revenue Code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended or by any organization, contributions to which are deductible under Section 170 © (2) of such Code and regulations as they now exist or as they may hereafter be amended.
5. Conduct any other activities prohibited under the provisions of Florida Statutes, Section 617.0105 and by any other law of the State of Florida and of the United States of America.

ARTICLE XII

GENERAL

All income and assets of the corporation, above necessary expenses, shall be administered solely and exclusively for the corporation purposes selected by the Board of Director.

This corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers, or members. In addition, no part of the income of the corporation shall be distributed to its members, directors officers or incorporators; provided that the corporation may pay compensation in a reasonable amount to its members, directors and officers for services rendered; may confer benefits upon its members in conformity with its purpose.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 28 PM 12:26

ARTICLE XIII

BY-LAWS AND AMENDMENTS
TO THE ARTICLES OF INCORPORATION

The By-laws of the corporation shall be made, altered or rescinded by a majority vote of the voting membership present or voting by proxy at any regular meeting, or by a majority vote of the Board of Directors; provided that notice thereof, which shall include the text of the By-laws change, has been furnished in writing to each voting member of the corporation at least ten (10) days prior to the meeting at which such By-laws alteration is to be voted upon, whether it be a membership meeting or a Board of Directors meeting.

The Articles of Incorporation of this corporation shall be amended or additional provisions added or adopted by a two-thirds (2/3) majority vote of the voting membership present or voting by proxy at any meeting thereof; provided that notice thereof, which shall include the text of the Articles of Incorporation change, has been furnished in writing to each voting member of the corporation at least ten (10) days prior to the meeting at which such Article of Incorporation change is to be voted upon, followed by the compliance with the Florida Statutes regarding amendments to Articles of Incorporation of non-profit corporations.

ARTICLE XIV
DEDICATION OF ASSETS

The corporation dedicated all assets which it may acquire to the objects and purposes set forth in Articles III hereof. In the event that the corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapters 607 and 617, Florida Statutes, the corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Section 501 © (3) and 170 © (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal Government or to a state or local government for exclusive public purpose.

ARTICLE XV
INCORPORATORS

The name and mailing address of the incorporators are as follows:

JESUS AMADO
50 SW 34TH AVENUE
MIAMI, FLORIDA 33135

DR. ARMANDO ALUART
35 PONCE DE LEON BLVD.
MIAMI, FLORIDA 33135

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. Further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

In Witness Whereof, the above named incorporators have hereunto subscribed their name, this 23 day of Jan 1999.

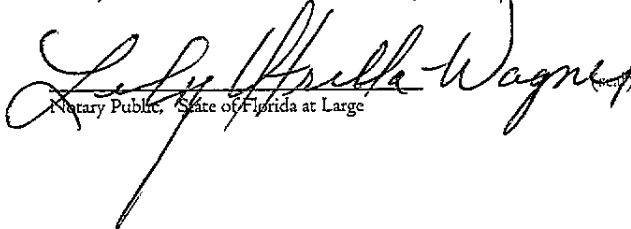

Jesus Amado - Incorporator/Director/Registered Agent


Dr. Armando Aluart - Incorporator / Director

State Of Florida)
)SS:
County Of Miami-Dade)

Before Me, the undersigned authority, personally appeared Jesus Amado & Dr. Armando Aluart who are to me well known to be the persons described in and who subscribed the foregoing Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

In Witness Whereof, I have hereunto set my hand and affixed my official seal, in the State of Florida, City of Miami,
County of Miami-Dade, this 23 day of Jan 1999.


Notary Public, State of Florida at Large

